Amendments to the Specification

Please replace the paragraph beginning at page 45 line 13 with the following replacement paragraph:

Substituted alkyl or alkenyl means alkyl or alkenyl, as defined above, substituted by one, two or three substituents selected from the group consisting of halogen, -OH, $-NH_2$, $-N(CH_3)_2$, $-CO_2H$, $-CO_2(C_1-C_4)$alkyl, $-CF_3$, $-CONH_2$,, $-SO_2NH_2$, $-C(=NH)NH_2$, -CN and $-NO_2$, preferably containing one or two substituents selected from halogen, -OH, -NH_2, ~~NH2,~~ $-N(CH_3)_2$, trifluoromethyl and $-CO_2H$, more preferably selected from halogen and -OH. Examples of substituted alkyls include, but are not limited to, 2,2-difluoropropyl, 2-carboxycyclopentyl and 3-chloropropyl.

Please replace the paragraph beginning at page 47 line 28 with the following replacement paragraph:

The term "aromatic" refers to a carbocycle or heterocycle having one or more polyunsaturated rings having aromatic character ((4n + 2) delocalized π (pi) electrons).

Please replace the paragraph beginning at page 49 line 12 with the following replacement paragraph:

Examples of heteroaryl groups include: Pyridyl, pyrazinyl, pyrimidinyl, particularly 2- and ~~4-pyrimidyl,~~ 4-pyrimidinyl, pyridazinyl, thienyl, furyl, pyrrolyl, particularly 2-pyrrolyl, imidazolyl, thiazolyl, oxazolyl, pyrazolyl, particularly 3- and 5-pyrazolyl, isothiazolyl, ~~1,2,3-traizolyl,~~ 1,2,3-triazolyl, 1,2,4-triazolyl, 1,3,4-triazolyl, tetrazolyl, 1,2,3-thiadiazolyl, 1,2,3-oxadiazolyl, 1,3,4-thiadiazolyl and 1,3,4-oxadiazolyl.

Please replace the paragraph beginning at page 51 line 3 with the following replacement paragraph:

The term "humanized chimeric antibody" ~~is meant~~ means a chimeric antibody in which at least the constant region is human-derived.

Please replace the paragraph beginning at page 51 line 24 with the following replacement paragraph:

The monovalent peptide moiety may be attached via either an alpha- or a sidechain amino group, or an alpha or sidechain carboxyl group. The attachment point on the peptide moiety will depend on the functionality at the terminus of the bivalent tether group M in a manner that is known to one of skill in the art (see the definition).

Please replace the paragraph beginning at page 56 line 4 with the following replacement paragraph:

The compounds are also believed useful in the treatment of non-cancer proliferative disorders, including but not limited to the following: hemangiomatosis in newborn, secondary progressive multiple sclerosis, chronic progressive myelodegenerative disease, neurofibromatosis, ganglioneuromatosis, keloid formation, Paget's [[D]]disease of the bone, fibrocystic disease of the breast, uterine fibroids, ~~Peronies and Duputren's fibrosis,~~ Peyronie's fibrosis, Dupuytren's fibrosis, restenosis and cirrhosis.

Please replace the paragraph beginning at page 85 line 11 with the following replacement paragraph:

The compounds of the present invention may take the form of salts. The term "salts", embraces salts commonly used to form alkali metal salts and to form addition salts of free acids or free bases. The term "pharmaceutically-acceptable salt" refers to salts which possess toxicity profiles within a range so as to have utility in pharmaceutical applications. Pharmaceutically

unacceptable salts may nonetheless possess properties such as high crystallinity, which have utility in the practice of the present invention, such as for example utility in a synthetic process. Suitable pharmaceutically-acceptable acid addition salts may be prepared from an inorganic acid or from an organic acid. Examples of such inorganic acids are hydrochloric, hydrobromic, hydroiodic, nitric, carbonic, sulfuric and phosphoric acid. Appropriate organic acids may be selected from aliphatic, cycloaliphatic, aromatic, araliphatic, heterocyclic, carboxylic and sulfonic classes of organic acids, example of which are formic, acetic, propionic, succinic, glycolic, gluconic, lactic, malic, tartaric, citric, ascorbic, glucuronic, maleic, fumaric, pyruvic, aspartic, glutamic, benzoic, anthranilic, mesylic, ~~salicyclic, salicyclic,~~ 4-hydroxybenzoic, phenylacetic, mandelic, embonic (pamoic), methanesulfonic, ethanesulfonic, benzenesulfonic, pantothenic, 2-hydroxyethanesulfonic, toluenesulfonic, sulfanilic, cyclohexylaminosulfonic, stearic, ~~algenic,~~ alginic, beta-hydroxybutyric, ~~salicyclic,~~ salicylic, galactaric and galacturonic acid. Examples of pharmaceutically unacceptable acid addition salts include perchlorates and tetrafluoroborates.

Please replace the paragraph beginning at page 87 line 1 with the following replacement paragraph:

The compounds are also believed useful in the treatment of non-cancer proliferative disorders, that is, proliferative disorders which are characterized by benign indications. Such disorders may also be known as "cytoproliferative" or "hyperproliferative" in that cells are made by the body at an atypically elevated rate. Such disorders include, but are not limited to, the following: hemangiomatosis in new born, secondary progressive multiple sclerosis, chronic progressive myelodegenerative disease, neurofibromatosis, ganglioneuromatosis, keloid formation, Paget's [[D]]disease of the bone, fibrocystic disease of the breast, uterine fibroids, ~~Peronies and Duputren's fibrosis,~~ Peyronie's fibrosis, Dupuytren's fibrosis, restenosis and cirrhosis.

Please replace the paragraph beginning at page 94 line 13 with the following replacement paragraph:

The compounds of the invention may be administered in the form of a pharmaceutical composition, in combination with a pharmaceutically acceptable carrier. The active ingredient in such formulations may comprise from 0.1 to 99.99 weight percent. By "pharmaceutically acceptable carrier" is meant any carrier, diluent or excipient which is compatible with the other ingredients of the formulation and not ~~to~~ deleterious to the recipient

Please replace the paragraph beginning at page 97 line 23 with the following replacement paragraph:

A solution of 4-methoxy-3-nitrophenylamino-3-oxopropanoic acid and 2,3,4,5,6-pentafluorobenzaldehyde was reacted according to General Procedure_1. The title compound, melting point 265-266° C, was thereby obtained in 48 % yield.

Please replace the paragraph beginning at page 98 line 1 with the following replacement paragraph:

A solution of 4-methoxy-3-nitrophenylamino-3-oxopropanoic acid and 3-fluoro-4-nitrobenzaldehyde was reacted according to General Procedure_1. The title compound, melting point 263-265° C, was thereby obtained in 57 % yield.

Please replace the paragraph beginning at page 98 line 9 with the following replacement paragraph:

A solution of *N*-(4-methoxy-3-nitrophenyl)-3-(3-fluoro-4-nitrophenyl)-2-propenamide (Example 8) (1.3 mmol) in acetone-water (10:5) was reacted according to the procedure as

described in the Example 6. The title compound, melting point 170-172° C, was thereby obtained in 47 % yield.

Please replace the paragraph beginning at page 98 line 25 (i.e. the title of Example 11) with the following replacement paragraph:

Example 11: (*E*)-*N*-(3-Hydroxy-4-methoxyphenyl)-3-(2,4,6-trimethoxyphenyl)-2-propenamide.

Please replace the paragraph beginning at page 98 line 27 with the following replacement paragraph:

A solution of 3-hydroxy-4-methoxyphenylamino-3-oxopropanoic acid and 2,4,6-trimethoxybenzaldehyde was reacted according to General Procedure_1. The title compound, melting point 188-189° C, was thereby obtained in 52 % yield.

Please replace the paragraph beginning at page 99 line 6 with the following replacement paragraph:

A solution of 4-bromophenylamino-3-oxopropanoic acid and 3-methoxy-4-fluorobenzaldehyde was reacted according to General Procedure_1. The title compound, melting point 163-165° C, was thereby obtained in 52 % yield.

Please replace the paragraph beginning at page 99 line 15 with the following replacement paragraph:

A solution of 4-bromophenylamino-3-oxopropanoic acid and 3-cyano-4-fluorobenzaldehydewas reacted according to General Procedure_1. The title compound, melting point 205-210° C, was thereby obtained in 57 % yield.

Please replace the paragraph beginning at page 99 line 23 with the following replacement paragraph:

(*E*)-*N*-(4-Bromophenyl)-3-(3-cyano-4-fluorophenyl)-2-propenamide (Example_13) (1gm) was dissolved in acetic acid (10 mL). Aqueous sulfuric acid (50 %, 10 mL) was then slowly added to the acetic acid solution. The resulting solution was refluxed for 3 hours, then cooled and poured into cold water. The resulting solid precipitate was collected by filtration and purified by column chromatography over silica to yield 32 % of the desired product.

Please replace the paragraph beginning at page 100 line 1 with the following replacement paragraph:

The effect of the aromatic acrylamides on normal fibroblasts and on tumor cells was determined by the assay described by Latham *et al.*, *Oncogene* 12:827-837 (1996). Normal diploid lung human fibroblasts (HFL-1) or tumor cells (BT20 (breast cancer), DLD1 (colorectal cancer), DU145 (prostate cancer and K562 (chronic myelogenous leukemia ~~non-small cell lung carcinoma~~)) were plated in 6-well dishes at a cell density of 1.0×10^5 cells per 35-mm^2 well. The plated cells were treated 24 hours later with a compound of the invention. dissolved in DMSO at multiple concentrations ranging from 100 nM to 10 μM. The total number of viable cells was determined 96 hours later by trypsinizing the wells and counting the number of viable cells, as determined by trypan blue exclusion, using a hemacytometer. Normal HFL cells were treated with the same compounds under the same conditions of concentration and time. The normal cells displayed growth inhibition but no appreciable cell death.

Please replace the paragraph beginning at page 100 line 14 with the following replacement paragraph:

Representative examples of activities of compounds of the invention in cell lines: BT20 (breast cancer), DLD1 (colorectal cancer), DU145 (prostate cancer and K562 (chronic myelogenous leukemia ~~non-small cell lung carcinoma~~) are listed in Table 5.

Please replace the paragraph beginning at page 109 line 4 with the following replacement paragraph:

A panel of the following human carcinoma cell lines is plated at a cell density of 1.0 x 10^5 cells per well in six culture plates: prostate tumor cell line DU-145; breast tumor cell line BT20; chronic myelogenous leukemia ~~non-small cell lung carcinoma~~ cell line K562; and colorectal carcinoma cell line DLD-1. The compounds are added to the cultures at a final concentration of 2.5 μM, and 96 hours later the total number of viable cells is determined by counting the number of viable cells, as determined by Trypan blue exclusion, using a hematocytometer. The activity of each compound is determined by comparing the viable cell number of treated to untreated controls.